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STOP STARING

And go get your checkbook and subscribe. I have a BMW, rent to pay, need another three pairs of Louboutin shoes, and a father with a bad gambling habit, so I have to pose naked in this magazine just so you can get your rocks off looking at my delicious ass.

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CANDICE



TATIANA



COURTNEY



NYOMI & CANDACE



SYDNEE



AURORA

If you are a rich booty man, then kick back and get comfortable. We've filled the following pages with beautiful Candice and her perfect booty. Yes, she's really fine everywhere, but with that rich booty staring you in the face, how can you not help but stare back. But, admittedly, her fine rump is not the only attraction. Enjoy – but not too fast!

CANDICE NOW THAT'S ONE RICH BOOTY









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I hope you guys will like my pictorial
and my video because you can see
what you could be getting. You'll sali-
vate at my body and how nicely my lips
fit around a hard cock. And then get a
real close look at my marvelous pussy
with a big hard dick inside it. And adore
my beautiful rich booty. You'll blow
your wad every time you see me!

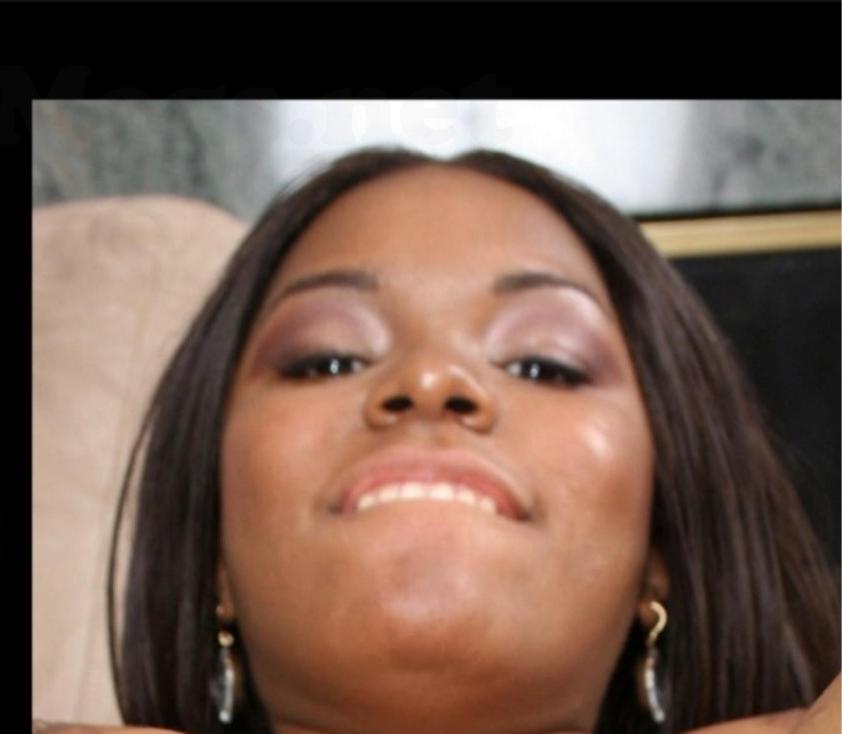
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*They say that 40 is the new 30.
I really don't care. Do you?
Look at me. A year ago I was
selling cheese in Wisconsin with
a hairy bush and a minivan.
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ready to take on the world.
Say that you're ready for
me and more like me?*

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I've always been very free spirited when it comes to sex. I've tried just about everything in the book, and some things that didn't make it into the book. But one of my favorite things to do is to have sex in front of a camera. That's especially fun because I get to be the center of attention, and what girl doesn't want to be the center of attention?



TATIANA BROWN WORKING IT HARD





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did imagine it was your's I was fucking? !You di cum on my
belly. didn't you, or maybe you came in my face? I don't
care which one it is as long as I made you cum.

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opinionated,
a bitch,
your lover,
and your
very worst
nightmare.
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ex.....
asshole.



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Put two incredibly hot and sexy women together and you know things will surely heat up. That's exactly what we did with these two and they steamed up the photo shoot so much we turned on the air conditioning full blast. And the crew had boners the whole time that it took hours and hours to get all the film we needed. Not that we're complaining.

**NYOMI
BANXXX
CANDACE
VON
NEED WE
SAY MORE**



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A photograph of the same nude woman with curly hair, now with her mouth wide open. She is sitting on the same dark, textured surface. Her hands are resting on her hips. A tattoo is visible on her upper left abdomen. The background is a plain white wall.



This shoot got so hot, the photographer got a hard on: Nyomi kidded him about it and offered to "help" him after the shoot was done. Then Candace did the same for the videographer. Then all four disappeared for an hour while the crew wrapped. If you need help getting off, these two would love to give you pointers to get you through it!

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BLACK BOOTY

FRATS & CHICKS

It's late September and I had just finished pledging my frat and moved myself into the house. It's a huge place with maybe fifty or more frat bros running around. While some frats seem to be drying up, mine is still going strong. We were doing charity events, pledging, and throwing a lot of parties. Some were huge, as many as 200 people showing up; and some were small. There were always girls, sorority, college and townies, hanging around and some of them were known to be real sluts.

It was a typical Friday night party and most of the ladies were not worth giving a second look to, but there was one with pretty caramel skin that was smoking hot. There were a few stories about how wild she was in bed. I kept catching her looking at me and then looking away. It turned me on to see a supposed slut acting so bashful. Our next party was out of control (not literally). Everyone got loaded, even myself. I saw this girl dancing, walked up to her and started making out. She was way into it. She whispered in my ear that she wanted to go back to my room.

When we got there, we found one of my roommates passed out with a friend of his crashed on our couch. My lady friend didn't care and started to unbuckle my pants.

She dropped down, pulled out my cock and started to suck me off. At first I didn't think I would be able to get it up with all the booze and these two guys in the room, but she was really good. It wasn't long before I was stiff as



a steel rod. It was such a turn on looking down at her sucking my knob while she looked up at me. She had incredible hazel eyes contrasting against her dark skin. She paid special attention to the space where my balls and dick meet. Sucking especially hard. She'd also get the head of my cock super slick and then blow lightly on it. I had to hold onto the closet door to keep myself from falling over.

To the editor,

I picked up Black Booty because I saw Barbie on the cover. I love girls with a nice big butt, and she qualified. But when I opened the mag and started thumbing through the pictures, there were some other really fine bootys in there. Of course I know Candace Von. She's got probably one of the finest back ends on the planet, let alone one foxy face and utterly amazing natural boobs.

But the real surprise in the issue for me is Rayne. What a little vixen she is. And what a great butt she has. Real cute face, tight little body and she looks like she likes to suck and fuck. I think I'm a pretty suave guy, but all the chicks I've fucked seemed like they were doing me a favor. I think I can count on one hand the number of smiles I've seen during lovemaking. I'm sure some of it may be me, but damn girls, smile in the sack every once in a while and I might pay a little more!

– Eldridge, San Antonio

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I don't think I've ever pounded a girl with such wild abandon. I could see her boobs flying all over the place from the force of our impact. She tried to steady them against the mattress. I watched the flesh on her ass bounce and jiggle with each thrust.

All the beer I drank seemed to be giving me lasting power and after awhile she just couldn't suck anymore. I was about to eat a girl like this out, but I didn't need to. She was sloppy wet already. We both got naked and climbed in my bed. She said she couldn't cum mission style and got on her elbows and knees. That was okay by me. I slipped on a condom and proceeded to fuck her hard. I don't think I've ever pounded a girl with such wild abandon. I could see her boobs flying all over the place from the force of our impact. She tried to steady them against the mattress. I watched the flesh on her ass bounce and jiggle with each thrust.

Between the liquor and the condom I felt like I could last forever. This girl was cooing, moaning and urging me to fuck harder, harder. She told me to cum on her ass and I said I wanted to cum on her tits and face. That sent her over the edge and her pussy started to twitch with an orgasm. I was near exhaustion. She rolled onto her back pulled off the condom and proceeded to suck me off again. I felt an orgasm building and my whole body went rigid and then I shot four massive streams of cum onto her face and open mouth. She groaned and rubbed my cock all over her lips, chin and neck. She massaged and jerked my balls. Smaller loads followed as I grunted loudly and emptied my cock and balls.

I'm sure the guy on the couch

was feigning sleep and watching us, but that just turned me on more and I force fed my limp dick back into this girls mouth. I seriously felt like a porn star. I actually ended up dating this girl for six months just because of that experience, and we split because I found her doing that stuff with another guy.

– Clinton, Waco, TX

FOUND ME A MAN

Men, they can be such boys. I had just dumped my dumb-ass boyfriend because he wasn't spontaneous and free-thinking enough for me. So, by the third week at school, I was pretty horny and ready for any hot guy to give it to me. I was sitting in the library at NYU when I noticed this really handsome Jamaican-type staring at me. I think I have a pretty hot body. I train with a couple of girls in yoga and fitness, so I am pretty hard.

I have long chocolate brown skin and hair, and I'm 5' 6" and about 110 lbs. So I can understand why he was just in awe of me and my firm little body. The guy came over and introduced himself as Quinn. He had a killer smile and I know that by morning he will be in ecstasy under my tight body. We talked for about an hour and I

found that he was twenty-two and studying the in the same field as me. He had a slight but darling little Carib accent. We agreed to go out on a date that night and that's when things got hot.

7:30 rolls around and I hear the door bell ring at my apartment, which I share with another girl,

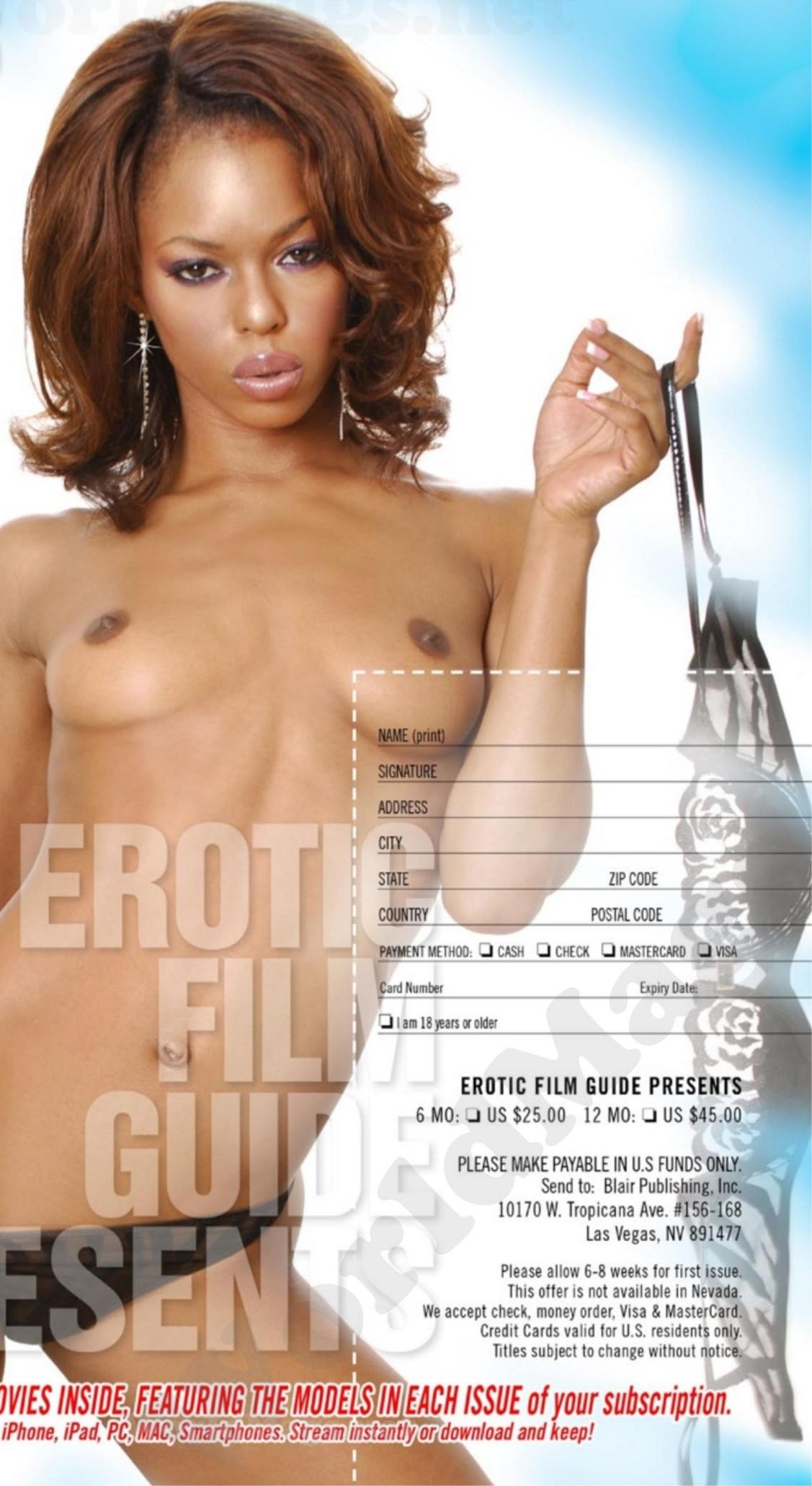


who just so happens to be out for the night. He greeted me with flowers and kisses me on the cheek. He grinned and shook his head in amazement at what I was wearing, a tight black top and even tighter blue jeans. He just stood there taking me in and said, "You look hot." I smiled and went to kiss him.

I did and a minute later our clothes were all over the floor and we were on my bed tearing off each others' underwear. He pulled off my black bra and bikini panty

FANTASIES FOR SALE

I used to be a shy introverted girl that avoided all people. Now I'm a nightlife party girl, a nasty bitch when I want to be, a passionate lover, and I can suck the chrome off a trailer hitch. I can make all your fantasies cum true.



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My pussy slid onto his throbbing cock and we started fucking each other for a good two hours. The sweat rolled down my cleavage and over my glistening belly.

like an animal – oh this guy is good, I thought to myself. I ripped off his underwear in the same hungry manner. He stopped me and asked me if he could just run his fingers over my body before he fucked my brains out. Hell yes, I say.

Then, over my erect nipples he traced his fingers I felt like I was going to come, and a light sweat is covering my body. He traced his fingers down my taut abdominal muscles. “You have a very beautiful tummy,” he says. I rubbed my hands over his six pack. Then he ran his hand down to my pussy, and my hips are already slightly moving, I was so fucking horny and ready. His dick, which I would say was seven inches, was hard as hell and ready to make my body ache.

Then he got on his back and grabbed me by the hips and pulled me on top of him. My pussy slid onto his throbbing cock and we started fucking each other for a good two hours. The sweat rolled down my cleavage and over my glistening belly. My pussy was so wet that my wetness covered us both. His hard sweaty abs contracted as he pumped me, on and on and on, and then when we managed to finally come at the same time as each other, I screamed out and dug my nails into his chest. His eyes rolled back into his head as his cock released his load into me.

Two years later I married him and

the sex we have is so hot, I don't think another man could ever please me this way.

– Tonya, Brooklyn

LADIES, THINK ABOUT THIS...

In today's sensory overloaded world, there are many stimulations. But for me... it's glasses. Eyeglasses. I think women with glasses are sexy as hell. Some guys go for big boobs and some go for big round asses. Some go for a well shaped leg, while some are hooked on long hair or a sexy voice. Some guys are foot fetishists and some are even attracted by a good personality. Me I'm a glasses guy. I'd rather fuck a plain, skinny, nondescript girl with an attractive pair of glasses than the most gorgeous, voluptuous, seductive female with 20/20 vision. Or even worse contacts.

Glasses, like girls come in all shapes, sizes and colors. Plain or fancy, round or square, wire-rimmed, horn-rimmed or with no rims at all, they are endlessly fascinating. And arousing. A well-crafted pair of glasses will give me a hard-on any time. And they invariably make their wearer an object of instant lust.

Unfortunately, one problem I frequently encounter is the difficulty of getting a woman to wear her eyeglasses in bed. No matter how much I beg, plead and cajole, I find that most women resist the idea. They say they are afraid their

glasses will damage or break in the throes of passion.

They are afraid that a man will be turned off by the sight of their bespectacled face while engaged in sexual congress. In my case, just the opposite is true. Far too often I've found myself aroused and stimulated while making out with a woman, feeling the gentle touch of her glasses against my face as I kiss her sweet mouth, slowly stripping her of all her clothing until her spectacles are her only adornment; and then as we lie down together to culminate our passion, the lady will remove her glasses and set them aside.

Instantly I feel my passion dying, my hard-on diminishing, my lust turning to disappointment. No matter much her naked body turns me on, the sight of her naked face turns me off again. It is at that point that I plead with her to put her lovely spectacles back on; but nine times out of ten this request is met with puzzlement, resentment or even downright hostility, and the mood is fatally broken for both of us. So girls keep your glasses on. Please!

– Allan, Los Angeles

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I've always used my body to get what I want, and usually what I wanted was sex. I have a really high sex drive and can't wait for a good fuck session to get going. Some women say their pussys get wet for sex. Well, with me, it's my butthole that tingles for it.

AURORA

SOMEONE'S GONNA FUCK THIS ASS



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To be honest, not only does my butthole tingle for sex, it tingles during sex. His cock can be in my pussy and my butt will tingle; or it can be in my mouth and my butt will tingle; but when it's in my ass, it sends me through the roof. I hope this tingle never goes away!

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SYDNEE LEAVE YOUR STOCKINGS ON

Now let's face facts. Fishnet stockings never go out of fashion. Especially in the bedroom. I love to wear them during sex. They're a huge turn on for my partner and me. Here, take a long hard look.

What do you think?

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The fishnets and garter's frame my butt perfectly, don't they. They make my butthole look like a bullseye for your man missle. So, cum on, take aim and shoot that thing right in here. I can take it because I love it.

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what you gotta do

gotta make the boss happy

My name's Kayla. Kayla James, and I'm a currently in my second year of college. I work four times a week at one of the better national chain restaurants. I love working here because of the tasty, delicious Italian food and I get big discounts on it because I'm an employee. The only thing I don't like is, well you guessed it, my boss, Darnell. He's bossy! A bit on the extreme side at times. Plus he's always poking his head into everyone's business when we're working telling us we're not doing this right or that right, and I've been working here for a long time.

We all have to wear a white shirt with black pants, including him, but he's always got stains on his shirts and a white stain on his black work pants every time I see him when I'm about to leave. Throughout the night, he'll push me harder than the rest of the crew. Or maybe it's just me that sees something that really isn't there? He always seemed to have something against me, like he didn't like me or something. Maybe he thinks I'm too young and immature? Maybe it's something against black people, a little racist? (which, to me, is weird because he's black, too) But that can't be and no need to pull out the race card, because there are other blacks that work here as well – or maybe it's black women? But that can't be because there are three others and he's always nicer to them than me. That's just what I sense, but I always go home thinking I'm wrong.

Tonight as I'm clearing my station, Darnell comes strolling along with a pile of trays and towel he's been wiping down with, sets them right beside me, and continues to stand right there, purposely watching me do my work. Now I'm in a more antsy mood and aware of all the other customers watching us. I knew he was going to say something critical. I mean, I've been working here for almost 2 years and he's never been this intense towards me before. But now all of a sudden he's like an



eagle strategizing on how to capture its prey. So with all my nervousness, I accidentally drop some of the glasses and soda splashes on me and him.

I'm trying to clean up and now Darnell has to make another comment and says he must speak to me after work. It's now a few minutes after closing time and all the other employees were gone and Darnell came downstairs to the staff locker room to get me to come talk to him, about what? I don't know. I could here the walking of big black, size twelve men's work shoes coming down the stairs 'Why couldn't he just forget about it?' I thought he'd forget, he forgets a lot of things. I was just about to take my soda-drenched work top off, then hurriedly putting it back on because he was just about to walk in, then I hear "Ms. James, we need to talk."

"About what?" I respond, giving him a cold eye. "Let's go this way." He pointed with his finger to follow him up to his office. I walk a few feet behind him wondering what he wanted, what did I do, what's he gonna say to me? We were now in his office and he closed the door hard behind me and sat down on the edge of his desk. Before he could say anything, I jumped in and tried to defend myself. "I dropped some glasses, big deal..."

I pushed his cock against his belly and lowered my head, opened my mouth wide, and took in both balls into its moistness. I rolled my tongue around them for a while as I jerked his cock against his belly.

"Don't say anything yet." he said gently as he got up from the desk and walked closer and stood right in front of me. "Kayla you're not in any trouble, dear."

Darnell was about six foot with bronze skin, he was probably a black and Latino mix but had curly jet black hair. It felt like a giant standing over me as I'm only five-four with milk chocolate skin, a fairly round behind, medium-size breasts and straightened hair. I could feel this vibe come off him like he wanted something. Then he said, walking behind me first, putting his hands on my shoulders, massaging them and then leaning into my left ear, whispering... "Always ready to defend yourself, just take it easy, Kayla. Rather nervously I gulped, and said "Darnell, you don't need to be doing that." But he continued to do it, with more pressure and as much as I tried to get out his grip, it actually felt really good and relaxing after the long, busy day.

I tried to change the subject by saying that my shirt got dirty and I had to get going to wash it because it's the only one I had. I could feel his hands slowly move up my shirt as he was attempting to take off my soda stained white uniform, now massaging my sides. He whispered "Don't worry, I have another one that's just your size." I could hear him hissing in between each word, the sound made when licking your lips, then letting out minor sighs. Still being the Kayla I was, now trying to deflect his intentions, I innocently asked "Darnell, what do you think you're doing?" He then turned me around, walked me over to the closest wall, and pushed me against it. He said "Kayla, I know I've been a little hard on you, more than normal lately, and even more than the other employees, but that's because I can't help the way I feel about you." WHAT? In my head I was a little surprised.

All I could say was "Then why are you so mean to me? Why can't you just be nice?" He backed away a foot or so saying "If I acted the way I really feel about you when everyone was around, I'd be - uh - fired." But what he meant was he always had a hard on when around me. And then I could see it, his cock was practically protrud-

ing through his black pants, as he began to slowly kiss me on the neck, making every indication of pleasure sound a man could make. I noticed the store cameras were off, windows covered, and it seemed like he was planning this for a pretty long time. Then he paused and kindly asked me, realizing his actions "I'm sorry, I just couldn't help myself any more." Then he continued "So Kayla, do you mind?" I looked down, and was a little hesitant, almost ashamed, even feeling a little dirty, then I told him "You know I have a boyfriend?" Then he said "I know, please, no one will ever know, I promise."

Without fully saying yes, I let my eyes agree and then once again he pushed me up against the wall and began to slowly run his hands up my dirty shirt, tossing it to the side. He began kissing my neck and taking off his shirt and before I knew it, I was taking off his pants, undoing his belt (which the sound turned me on), unzipping his pants and seeing his cock pop out to the perpendicular. "Wow!!" I gasped. "If you forgot, I wear size twelve shoes, baby girl" he said jokingly. He then proceeded to pull off my pants and then pulled off my panties with his teeth. With his cock now pointing at me, we both stopped and looked at each other in a daring 'thinking what I'm thinking?' kinda way. He then grabbed my full breasts as he smirked with excitement. I then grabbed his throbbing thing and put it deep in my mouth.

My pick tongue worked the head and my hands pumped his shaft. I licked him from the base of his balls to the tip. My tongue found his pee-hole and pushed it's tiny opening enough for him to feel it. My hands were playing with his balls and my fingers scratched the area between his balls and his anus making him moan in pleasure. I pushed his cock against his belly and lowered my head, opened my mouth wide, and took in both balls into its moistness. I rolled my tongue around them for a while as I jerked his cock against his belly.

"Damn, girl!" he moaned. The sound of his moans had really made me wet down there as I began to finger my-

self. He picked me up, placed me on his desk, managed to put on a condom and then he entered me. I yelled out, bending my head back, with my hands around his torso, clenching his muscles with my manicured nails. He was really into it, fucking me harder and harder. In-and-out in rapid motions. We then engaged in a very passionate French kiss, and then moved his lips down further towards my neck kissing me there and proceeding lower and lower. I was now on my back on his desk and he positioned his head near my pussy and then spread my thighs apart.

He ran his hands over my mound before diving in with



his tongue. He put both hands under my buttcheeks and lifted my hips up slightly to lick me better. I felt his long, wet tongue search out and then find my pink button. I moaned loudly. I mean I've had good orgasms before, but nothing like this. His tongue was pointy and drooly, licking up and down as if my clit was an ice cream cone. Our passion created deep sweats, both of us dripping like icicles melting on rooftops. I yelled again as my body quivered from the intensity of my second orgasm and my eyes rolled back in my head. A long line of sweat was trickling down to my pussy area,

before he quickly caught it by licking it up towards my boobs. He then began to nibble on my chestnut-dark cocoa nipples and the areolas surrounding them. Then he placed me up in a sitting position.

He then grabbed my face and we began to kiss again. Then after gaining energy he placed his dick deep inside of me, so deep that I thought it was going to come out my ass. I moaned as he penetrated deeper and deeper into my tight little pussy. I could feel his big hands grab my ass and pull me harder onto his cock. Both of our eyes rolled back, sweat dripping, lips moist, rapid chest palpitations, and then, what I think I had, multiple orgasms. Then I finally let out a louded shriek, cumming once again, but we were not done. He pulled out and led me behind the desk to his chair. He told me to get on it on my knees and hold onto the top of the back. I did and he swiveled it so my ass lined up with his cock. I arched my back, offering myself to him, doggy-style. He grabbed my asscheeks and pushed his cock deep into my pussy. My hands clenched the top of the chair as I listened to the wheels squeal as the chair rocked from his thrusts. I felt his slick fingers tease my asshole but he didn't put them in. Suddenly he pushed hard into me, pinning the chair against the desk and with a few more rocket strokes, he pulled out, twirled the chair around and thrust his throbbing black cock into my mouth. I grabbed his balls

and milked him for all I could as he released hot ropes of cum deep into my throat that I had no choice but to swallow. I took it all and licked his cock clean. He held the back of my head for a moment to be sure that I got it all.

Having spent himself good, he took a couple steps back and grabbed his shirt to dry himself off. My sweat did not matter, apparently. Nonetheless, I grabbed my clothes, as he opened his office door, walked me downstairs and out the door. "Don't be late tomorrow." he said.

Suddenly he pushed hard into me, pinning the chair against the desk and with a few more rocket strokes, he pulled out, twirled the chair around and thrust his throbbing black cock into my mouth.

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I had never done anal sex before. I decided to do it for this shoot for the very first time. Well, Lee put his cock in when I wasn't ready for it and he yanked it out. Then after a few minutes I was ready to try it again and I was good to go. And when I did, I actually liked it and tried it in my private life, especially if the guy wasn't too big. Now that's something good to say about men without big cocks.

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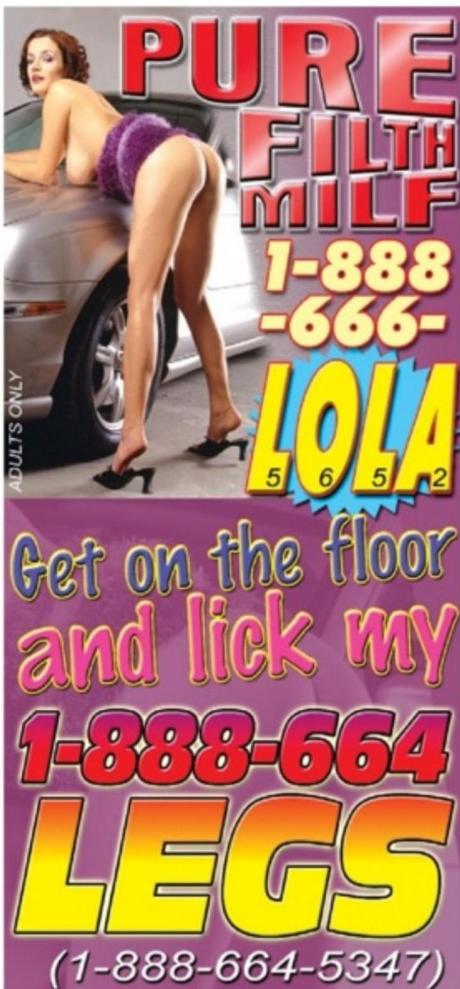
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